



## "The City with a Heart"

Rico Medina, Mayor  
Linda Mason, Vice Mayor  
Tom Hamilton, Councilmember  
Marty Medina, Councilmember  
Michael Salazar, Councilmember

### *AB-361 CORONAVIRUS COVID-19*

*On September 16, 2021, the Governor of California signed AB-361 suspending certain provisions of the Ralph M. Brown Act in order to allow for local legislative bodies to conduct their meetings telephonically or by other electronic means. Pursuant to the CDC's social distancing guidelines which discourage large public gatherings, the San Bruno City Council meetings are being conducted electronically. The meeting is not available for in-person attendance. Members of the public may attend the meeting by video or phone linked in this agenda or watch by livestream at [youtube.com/user/cityofsanbruno](https://www.youtube.com/user/cityofsanbruno). CityNet Services Channel 1 will air the meeting live and the recorded meeting will be made available for viewing on the City's YouTube channel after the meeting has concluded.*

*If you would like to make a Public Comment on an item not on the agenda, or comment on a particular agenda item, please email [cityclerk@sanbruno.ca.gov](mailto:cityclerk@sanbruno.ca.gov). Emails received before the special or regular meeting start time will be forwarded to the City Council, posted on the City's website and will become part of the public record for that meeting. If emailed comments are received after the meeting start time, or after the meeting ends, they will be forwarded to the City Council and filed with the agenda packet becoming part of the public record for that meeting. Emails received will not be read aloud during the meeting.*

*Individuals who require special assistance of a disability-related modification or accommodation to participate in this meeting, or who have a disability and wish to request an alternative format for the agenda, agenda packet or other writings that may be distributed at the meeting, should contact the City Clerk 48 hours prior to the meeting at (650) 616-7070 or by email at [cityclerk@sanbruno.ca.gov](mailto:cityclerk@sanbruno.ca.gov). Notification in advance of the meeting will enable the City of San Bruno to make reasonable arrangements to ensure accessibility to this meeting, the materials related to it, and your ability to comment.*

## **AGENDA SAN BRUNO CITY COUNCIL SPECIAL MEETING June 14, 2022 5:30 PM**

### **Zoom Meeting Details**

**<https://sanbruno-ca-gov.zoom.us/j/87379924471?pwd=dGNSOFA0bVRVMWRrdXU3ZjdGRXB4UT09>**

**Webinar or Meeting ID: 873 7992 4471**

**Webinar or Meeting Password: 097967**

**Zoom Phone Line: 1-646-558-8656 (same webinar ID and password as above)**

City Council meetings are conducted in accordance with Roberts Rules of Order. All regular Council meetings are recorded and televised on CityNet Services Channel 1 and replayed the following Thursday, at 2:00 pm.

1. **CALL TO ORDER**

2. **ROLL CALL**

3. **PUBLIC COMMENTS FOR ITEMS NOT ON THE AGENDA**

Individuals allowed three minutes. It is the Council's policy to refer matters raised in this forum to staff for investigation and/or action where appropriate. The Brown Act prohibits the Council from discussing or acting upon any matter not agendized pursuant to State Law.

4. **STUDY SESSION**

- a. Adopt Resolution Authorizing the City Manager to Execute the Transportation and Infrastructure/Municipal Services Agreement for the Southline Project

5. **ADJOURNMENT** – The next Regular City Council Meeting will be held on June 14, 2022 at 7:00 p.m.



## City Council Agenda Item Staff Report

CITY OF SAN BRUNO

---

**DATE:** June 14, 2022

**TO:** Honorable Mayor and Members of the City Council

**FROM:** Jovan D. Grogan, City Manager

**PREPARED BY:** Matthew Lee, Public Works Director

**SUBJECT:** Adopt Resolution Authorizing the City Manager to Execute the Transportation and Infrastructure/Municipal Services Agreement for the Southline Project

**BACKGROUND:** The terms of the Transportation and Infrastructure / Municipal Services Agreement for the Southline development project were considered by the San Bruno City Council at its May 24, 2022 Study Session. A detailed staff report was prepared and posted on-line for public review. This report summarizes the information in the May 24 report, but the detailed report can be accessed through the following link: [City Council Study Session Staff Report](https://www.sanbruno.ca.gov/AgendaCenter/ViewFile/Agenda/_05242022-1588) ([https://www.sanbruno.ca.gov/AgendaCenter/ViewFile/Agenda/\\_05242022-1588](https://www.sanbruno.ca.gov/AgendaCenter/ViewFile/Agenda/_05242022-1588)).

This item is being returned to provide responses to questions asked by the City Council on May 24, 2022, and to request City Council take action on approving the Transportation and Infrastructure / Municipal Services Agreement for the Southline project prior to City of South San Francisco project approvals anticipated in July 2022 so that the City of San Bruno can receive up to \$10.6 million in developer contributions toward various San Bruno transportation projects.

This Background section will provide a high-level summary of the Southline development project and why this project which is in the City of South San Francisco is being brought before the San Bruno City Council.

The proposed project will be built in the City of South San Francisco, near the Tanforan Shopping Center by Lane Partners (“Developer”). Full build out includes a new office/research and development (R&D) campus with a maximum anticipated building area of up to 2.8 million square feet (see Attachment B – Site Plan). The proposed project would demolish all existing on-site industrial warehouse uses and construct commercial office, life science, research and development, and mixed-use buildings. Commercial building heights would range from four to seven stories subject to a maximum height of 120 feet. A three-phase development process for buildout of the project is anticipated, with Phase I consisting of approximately 700,000 square feet of office and a parking structure with 1,100 parking spaces.

Access will be provided by constructing a new east-west connection road (Southline Avenue) between Huntington Avenue and Linden Avenue through the middle of the site. The existing driveways and other accesses of the current industrial uses to Tanforan Avenue will be removed and replaced with a linear parklet in a substantial setback. The new road will require new intersections at Huntington Avenue on the west side of the new road and Linden Avenue on the east side.

A portion of the new intersection with Huntington Avenue is within the City of San Bruno (see Attachment C – New Huntington Intersection Plan). As such, the City of San Bruno has approval authority over the newly proposed intersection at Huntington Avenue.

**DISCUSSION:** All development project approvals will be issued by the City of South San Francisco (SSF) except for an encroachment permit from the City of San Bruno and Bay Area Rapid Transit (BART) approvals required to construct a portion of the new Huntington Avenue intersection. Approvals from other utility agencies may also be required. Development associated with the proposed project will be implemented under the proposed SSF Specific Plan, which will establish new land use development standards and design guidelines for the project site.

This Discussion section will first describe the BART and City of San Bruno approvals that are needed for the new intersection at Huntington Avenue. The major provisions of the Transportation and Infrastructure / Municipal Services Agreement that if approved would allow for the construction of the intersection and provide for \$10.6 million of developer contribution to the City of San Bruno toward transportation projects will be discussed next. The list of transportation projects that make up the contributions is provided in the Transportation Improvements subsection. The timing of the approval for the Transportation and Infrastructure/Municipal Services Agreement, which is critical for the City to receive the \$10.6 million in developer contributions, will be discussed. This section will also briefly discuss why constructing the new intersection would benefit the City.

A wide range of questions was raised by City Council during the May 24, 2022 meeting. Responses to those questions are provided as an attachment to this staff report (see Attachment E). A major discussion item was related to public outreach and community engagement. This Discussion section will summarize the extensive outreach efforts made by City staff and the developer related to the project and proposed intersection.

### ***Bay Area Rapid Transit (BART) Approvals***

BART owns two parcels required for the new intersection. The existing Huntington Avenue right of way (ROW) in the area of the new intersection is owned by BART, and San Bruno has rights to have the road transferred in fee title. The City is in the process of acquiring this ROW from BART as part of the Huntington Avenue Cycle Track Project. The second is a triangle shaped parcel near Centennial Trail. Acquisition of the triangle parcel will be the responsibility of the developer. Both of these acquisitions must be completed, or interim encroachment permits granted by BART, before the City can issue a City encroachment permit to the developer to construct the new intersection. It is estimated the ROW acquisitions and/or encroachment permits will not be completed with BART until winter of 2022-23.

### ***San Bruno Approvals***

The City of San Bruno will need to issue an encroachment permit to allow a portion of the new Huntington Avenue intersection to be constructed in San Bruno and to connect to San Bruno streets. This encroachment permit will be part of an Improvement Agreement which sets forth the detailed design of the new intersection and conditions that must be met as part of the construction process (e.g., utilities, traffic control devices, hours of construction).



In addition, the City of San Bruno can challenge the project EIR based on the impacts of the project to San Bruno residents, with the primary concern being the traffic/transportation impacts to San Bruno intersections. Traffic analyses revealed Level of Service ("LOS") impacts to five intersections which could be mitigated through intersection improvements (see Attachment D). It was determined that those intersections that were identified as deteriorating to unacceptable levels would do so with or without the project due to future regional growth. The Transportation and Infrastructure / Municipal Services Agreement, if approved, would provide funds to make the improvements at various intersections in San Bruno to return them to acceptable LOS. The total cost of constructing these mitigation improvements is \$2.695 million. The total payment included a cost escalation and contingency contribution for capital projects in the amount of \$480,000 (see Table 1).

The project EIR evaluated the project with and without the new intersection. San Bruno staff and consultants retained on behalf of San Bruno determined that installing the intersection was preferable because traffic would be directed to the main arterial streets rather than narrow local roads. Approving the Transportation and Infrastructure / Municipal Services Agreement would allow for the construction of this new Huntington Avenue intersection, as well as provide San Bruno with \$10.6 million in developer contributions.

#### ***Transportation and Infrastructure / Municipal Services Agreement Provisions***

The Developer is responsible for paying the cost of the new Huntington Avenue intersection through negotiations with City staff. In addition to paying for the new intersection improvements, Lane Partners has agreed to make a payment to the City of San Bruno for \$10.6 million at the time the encroachment permit is issued for the new Huntington Avenue intersection improvements located in San Bruno. In exchange, the City would not challenge the project approvals, whether through litigation or otherwise. The Developer payment is based on the transportation projects as set forth in Table 1. The payment will be made under certain conditions set forth in Transportation/Infrastructure Municipal Services Agreement. This agreement requires San Bruno City Council approval, and once approved the subsequent Improvement and Maintenance Agreements and encroachment permit will be ministerial approvals by staff.

The Transportation and Infrastructure/Municipal Services Agreement will need to be approved prior to the actions of SSF City Council to approve the project design and EIR scheduled for July 2022 for the City of San Bruno to receive \$10.6 million in developer contributions.

The major provisions of the agreement are as follows:

- The SSF project approvals include the preparation of an EIR. The EIR identifies intersections, bicycle paths, pedestrian ways and transit systems and services in San Bruno that may be adversely affected directly or indirectly by development and occupancy of the Project.
- The City and Developer have a shared interest in the efficient management of traffic and operation of the San Bruno transportation network and have agreed to work together to promote that interest by entering into a Transportation and Infrastructure/Municipal Services Agreement ("Agreement") to fund improvements to the San Bruno transportation network, and resolve any dispute they may have regarding the LOS traffic impacts of the Southline Project.

- As consideration for the City's issuance of an encroachment permit authorizing the San Bruno roadway project improvements, Developer shall pay the City \$10,600,000, which the City in its sole discretion may use to fund improvements to the San Bruno Transportation Network (set forth in Table 1). The Developer's transportation funding contribution shall be payable concurrently with the City issuing the encroachment permit to the Developer.
- A portion of the \$10.6 million is for funding the gap in the Huntington Cycle Track project. A portion of the Huntington Cycle Track project may be built by the Developer at the time the new intersection is developed. If this occurs the Developer will be subject to a maximum credit of \$278,000 against the \$10.6 million payment obligation.
- The Developer shall apply for and obtain the San Bruno approvals prior to starting any core and shell construction work on the Project.
- The City has determined that changes to the San Bruno General Plan Transportation Element are required but are relatively minor, and the City intends to process such amendments as part of a future General Plan amendment.
- Property interests in two Bay Area Rapid Transit Agency ("BART") parcels must be acquired before San Bruno issuance of an encroachment permit for the new intersection. The parcels require two separate and different acquisition processes which may be on different schedules. The City's issuance of the encroachment permits may be delayed pending completion of the two BART property transfers, or issuance of interim encroachment permits by BART. As a result, the Developer payment of \$10.6 million will also await the BART ROW transfers or encroachment permits, estimated to occur in 2023.
- The City currently is considering certain improvements to the San Bruno Transportation Network (set forth in Table 1), and may consider additional or different improvements in the future. All decisions regarding selection of the improvements to be implemented, provision and timing of the improvements, and the amount of funding provided by the City for such Improvements, shall be in the City's sole discretion, with the exception of the credit for partial construction of the Cycle Track to be completed by the Developer as part of the new intersection improvements.
- In consideration of payment of the \$10.6 million transportation funding contribution, the City agrees that it will not authorize or undertake any opposition to the project including file any opposition or seek any legal remedy in connection with approval by SSF of the Project.
- In the event the Developer decides (after the Transportation/Infrastructure Municipal Services Agreement is executed) to redesign the project without the new intersection, the Developer will be obligated to pay the City an alternative access payment not less than \$2 million and no more than \$6.5 million (instead of the \$10.6 million payment). The amount will be determined by negotiation between the City and Developer based on a traffic analysis of LOS intersection impacts as a result of the dispersal of traffic without the benefit of the new intersection. This is to ensure the traffic mitigations are paid for even though the City is not issuing an encroachment permit for the new intersection under this alternative. It is unlikely the Developer would choose not to build the new intersection even though it reduces the payment to the City, as the intersection is very

important for vehicular circulation to and from the project and provides better access to the transit stations which helps implement their Transportation Demand Management (TDM) Program. This improved access will be important for leasing to prospective tenants.

- There are default and remedy provisions

### **Transportation Improvements**

The transportation improvements consist of projects that are part of the development or adjacent to it, and offsite improvements within San Bruno that mitigate traffic impacts.

Project Specific Improvements being funded by the Developer consist of the following:

- Construction of the new Huntington Avenue intersection. This intersection will also improve access to the Tanforan Center, which is under new ownership and proposed for redevelopment.
- Reconstruction of the Tanforan Avenue and South Maple intersection to reduce traffic on Tanforan Avenue by closing access to South Maple Avenue. This project will also include undergrounding of overhead utilities on Tanforan Avenue.

Offsite San Bruno Improvements: Staff and the developer discussed various traffic mitigation improvements as well as bike and beautification improvements in the vicinity of the project. The total project and services list discussed is summarized in Table 1:

*Table 1. Southline Transportation Improvements*

PROJECT	ESTIMATED COST
<b>Intersection Modifications - Traffic Mitigations</b>	
Sneath/280 Ramp- Intersection geometry modification	\$1,700,000
San Bruno / Cherry Intersection - signal & geometry modifications	\$460,000
El Camino/ Sneath Intersection - signal equipment/timing	\$55,000
Huntington/Herman Intersection - signalize intersection	\$460,000
El Camino/ San Bruno Intersection - signal timing modifications	\$20,000
<b>Sub Total Intersection Improvement Projects</b>	<b>\$2,695,000</b>
<b>Street Beautification &amp; Bicycle Projects</b>	
Bayshore Circle Median - Landscaping	\$1,600,000
Huntington Cycle Track Phase 2 Funding Gap	\$4,200,000
<b>Sub Total Street Beautification &amp; Bicycle Projects</b>	<b>\$5,800,000</b>
<b>Additional Cost Escalation/Contingency Contribution for Capital Improvements</b>	<b>\$480,000</b>
<b>Other Transportation Projects</b>	

PROJECT	ESTIMATED COST
Police Department Traffic Control Measures	<b>\$1,625,000</b>
<b>Total Project Commitments and Additional Funding</b>	<b>\$10,600,000</b>

The \$10.6 million developer contribution covers the cost of \$2.695 million in intersection improvements, \$5.8 million in related street beautification and bicycle projects, \$480,000 in contribution toward cost escalation and contingency of capital improvements, and \$1.625 million lump sum payment for Police traffic control measures costs.

#### *May 24, 2022 Questions and Public Outreach / Community Engagement*

San Bruno City Council asked a range of questions on the project during the May 24, 2022 study session. Responses to questions are provided in Attachment E. Heightened interest was on the public outreach and community engagement by staff and the developer.

Between May 2020 and June 2022, and including the meeting presenting this agenda item, the City of San Bruno, the Developer, or SSF hosted 8 meetings where the San Bruno community was noticed and invited to attend. Attachment F provides the list of meetings, the dates, and brief discussion of the meeting that have occurred. Attachment F also shows a pre-construction meeting the Developer plans to host on June 22, 2022 with the public in response to feedback regarding construction impact concerns. It is anticipated SSF will consider approving the Southline project in July 2022.

Two meetings for San Bruno residents were held recently to present plans for the project, explain potential impacts, and request input on design of the Tanforan Avenue linear parklet, and a parking program. A more detailed summary of these meetings can be found in the staff report for the May 24 City Council Study Session.

The first meeting on April 20 focused on Tanforan residents because they are closest to the project and will be most affected by the new buildings and linear park. This meeting presented design options for the linear park (e.g., community garden, play structure, etc.) and allowed residents to “vote” on their preferred elements. Ten residents attended this in-person meeting, and the project generally was well received. Parking surveys were hand delivered to approximately 100 residences closest to Tanforan Avenue bordered by Huntington Avenue East, Tanforan Avenue, Bayshore Circle North, and Herman Street.

The second meeting on May 3 invited a wider geographic area of residents and focused more on transportation improvements, impacts and mitigations, and was conducted on an electronic video meeting platform to allow greater participation. Notices were mailed to approximately 325 residences and business bordered by Huntington Avenue East, Tanforan Avenue, San Mateo Drive and I-380 freeway. This meeting was attended by approximately 25 residents, including several San Bruno City Council Members and a Planning Commissioner. A summary of the comments and questions are set forth in the report for the May 24 Council Study Session. The overall tone of the meeting was positive, with expressions of appreciation for the meeting and the planned improvements.

In addition to the public informational workshops, the City and the Developer has conducted multiple outreach efforts regarding this project in English and Spanish. In addition, this project

has been posted on both the San Bruno's and SSF's Development webpages, and the Developer has maintained the Southline coUrbanize webpage as a forum to provide updates on the project and receive feedback from the public.

Finally, the City has conducted targeted outreach for this June 14 Council agenda item and sent out notification mailer notices to San Bruno approximately 325 residents and businesses previously noticed, and an additional approximately 30 parcels that were identified to be within a 1000-foot radius of the intersection, with mailers provided in English, Spanish, Chinese, Japanese, Tagalog, Hindi, Arabic, and Russian. The Developer hand delivered notices door to door to the approximately 100 residences closest to the project. San Bruno posted the meeting notice on its social media sites and emailed participants of in-person meetings that provided email addresses, as well as those who provided email addresses as part of survey responses. More information regarding the City's outreach efforts is detailed in Attachment E.

Given the extensive outreach efforts and mailers sent regarding public meetings on the project, San Bruno residents and businesses in the area have been provided multiple opportunities to learn about the project and the proposed intersection, ask questions, and provide input. During the public meetings, feedback has been positive about the project, the developer, and the improvements on Tanforan Avenue. Staff has provided information regarding the proposed intersection and response from residents ranged from neutral to very positive.

**FISCAL IMPACT:** Should the Transportation/Infrastructure Municipal Services Agreement Developer be executed, the Developer would pay the City \$10,600,000 (less the Cycle Track credit) when the City issues the encroachment permit for the proposed intersection at Huntington Avenue and Sneath Lane to the Developer. Although the City of San Bruno will not receive direct property tax benefits from the project, there will be positive financial benefits to the Tanforan area businesses from increased patronage by the project's future employees.

**ENVIRONMENTAL IMPACT:** An Environmental Impact Report (EIR) was prepared to address potential environmental impacts including: Agriculture and Forestry Resources, Air Quality, Biological Resources, Cultural Resources, Energy, Geology and Soils, Greenhouse Gas Emissions, Hazards and Hazardous Materials, Hydrology and Water Quality, Land Use and Planning, Mineral Resources, Noise, Population and Housing, Public Services, Recreation, Transportation, Tribal Cultural Resources, Utilities and Service Systems, and Wildfire. This report was prepared by SSF as the responsible agency.

**RECOMMENDATION:** Staff recommends that the City Council authorize the City Manager to execute the Transportation and Infrastructure Municipal Services Agreement for the Southline Project in substantial conformance with the foregoing terms on behalf of the City.

**ALTERNATIVES:** The alternative is to not approve the Transportation/Infrastructure Municipal Services Agreement which would then eliminate the Developer's \$10.6 million contribution to San Bruno transportation and beautification projects; and the new intersection at Huntington Avenue and Sneath Lane would not be constructed. However, it would not keep the project from being constructed as the traffic (as studied in the EIR) can be shifted eastward to Dollar Avenue in SSF and Herman Street in San Bruno.

If the Council does not approve the Agreement and no settlement is reached, then in order to protect the City's interests the Council should direct staff to identify additional comments on the Project's CEQA review and objections to the Project, and submit them to the City of South San

Francisco before it considers approving the Project.

**ATTACHMENTS:**

Attachment A – Resolution

Attachment B – Site Plan

Attachment C – New Huntington Intersection Plan

Attachment D – Intersection LOS Maps

Attachment E – 5/24/2022 Study Session Questions and Answers

Attachment F – List of Public Outreach / Community Engagement Events

**RESOLUTION NO. 2022 - \_\_\_\_**

**RESOLUTION AUTHORIZING THE CITY MANAGER TO EXECUTE THE  
TRANSPORTATION AND INFRASTRUCTURE / MUNICIPAL SERVICES AGREEMENT FOR  
THE SOUTHLINE PROJECT**

**WHEREAS**, the Developer, Lane Partners doing business as LPGS (Tanforan) LLC, has proposed a 2.8 million square foot office and lab development (“Southline Project”) in the Tanforan area within the City of South San Francisco, adjacent to the border between South San Francisco and San Bruno; and

**WHEREAS**, the City of South San Francisco (“SSF”) currently is considering Developer’s applications for discretionary approvals for the Southline Project, including the Southline Specific Plan, general plan and zoning amendments for implementation of the Southline Specific Plan, a precise plan for the first phase of development under the Southline Specific Plan, vesting tentative subdivision map, design review for the first phase of the Project, a development agreement, and a transportation demand management program intended to reduce the Project’s traffic generating impacts; and,

**WHEREAS**, as part of the Southline Project, the Developer proposes to construct off-site improvements located partly in the City of San Bruno (“City”), including redesign of roadways to create a new signalized intersection for Huntington Avenue, South Maple Avenue, and Sneath Lane (“Huntington/Southline Intersection”); and

**WHEREAS**, a portion of the Huntington/Southline Intersection is within the City of San Bruno and will require the issuance of an encroachment permit by the City to allow construction of the intersection; and,

**WHEREAS**, SSF, as Lead Agency for purposes of the California Environmental Quality Act (“CEQA”), prepared the Southline Specific Plan Environmental Impact Report (“EIR”), to analyze potential environmental impacts of the Southline Project; and

**WHEREAS**, SSF’s consultant, Fehr & Peers, prepared the “Southline Traffic Operation Analysis” (December 2020), which summarized the effects of the Southline Project on significant elements of the roadways, bicycle paths, pedestrian ways and transit systems and services in San Bruno including impacts on intersection level of service (LOS); and Developer has provided a memorandum from transportation consultant Kimley-Horn and Associates, Inc. titled “Recommended San Bruno Intersection Improvements” (January 10, 2022) that identifies recommended improvements at five intersections to improve the identified LOS deficiencies and the associated cost estimates for such improvements; and

**WHEREAS**, in addition to the intersection modifications described immediately above, City has requested that Developer complete or fund certain additional improvements and services to address City’s concerns about the Southline Project’s effects on the San Bruno transportation network including bicycle paths, median landscaping, and police traffic control; and,

**WHEREAS**, the City and Developer have a shared interest in the efficient management of traffic and operation of the San Bruno transportation network, and have agreed to work



together to promote that interest by entering into a Transportation and Infrastructure/Municipal Services Agreement ("Agreement") to fund improvements to the San Bruno transportation network, and resolve any dispute they may have regarding the LOS traffic impacts of the Southline Project; and,

**WHEREAS**, the Agreement will provide for Developer to pay City \$10.6 million for improvements to the San Bruno transportation network, less up to \$278,000 as credit for Developer to construct a portion of the planned Huntington Cycle Track bike and pedestrian path in the City; and

**WHEREAS**, in exchange for Developer's payment, City will agree to issue an encroachment permit and related ministerial approvals for Developer to construct the new Huntington/Southline intersection and related improvements in the vicinity; and,

**WHEREAS**, in the event Developer elects to revise the Southline Project to eliminate need for the Huntington/Southline Intersection and any other improvements in the City of San Bruno, the Agreement will provide a process to determine which intersections in the City may be affected and what LOS mitigation improvements are needed, and will require Developer to pay City no less than \$2 million up to \$6.5 million for such improvements; and,

**WHEREAS**, in consideration of Developer's payment for transportation improvements, the City agrees it will not oppose, or seek any legal or equitable remedy against SSF, Developer, or third parties for the Southline Project development approvals by SSF; and

**WHEREAS**, the City Council held a study session regarding this matter on May 24, 2022, at which it received a staff report, heard presentations by City staff and Developer, and received comments by the public, and the City Council received a second staff report for its consideration of this matter on June 14, 2022 at which meeting there was the opportunity for public comment and further deliberation by the City Council.

**NOW, THEREFORE, BE IT RESOLVED**, that:

A. The San Bruno City Council, after consideration of the information it received from staff reports, presentations, and public comments, hereby approves the foregoing terms for an agreement between City and Developer.

B The City Manager is hereby authorized to execute an agreement in substantial conformance with the foregoing terms on behalf of the City, and such agreement is hereby incorporated by reference in this resolution.

Dated: June 14, 2022

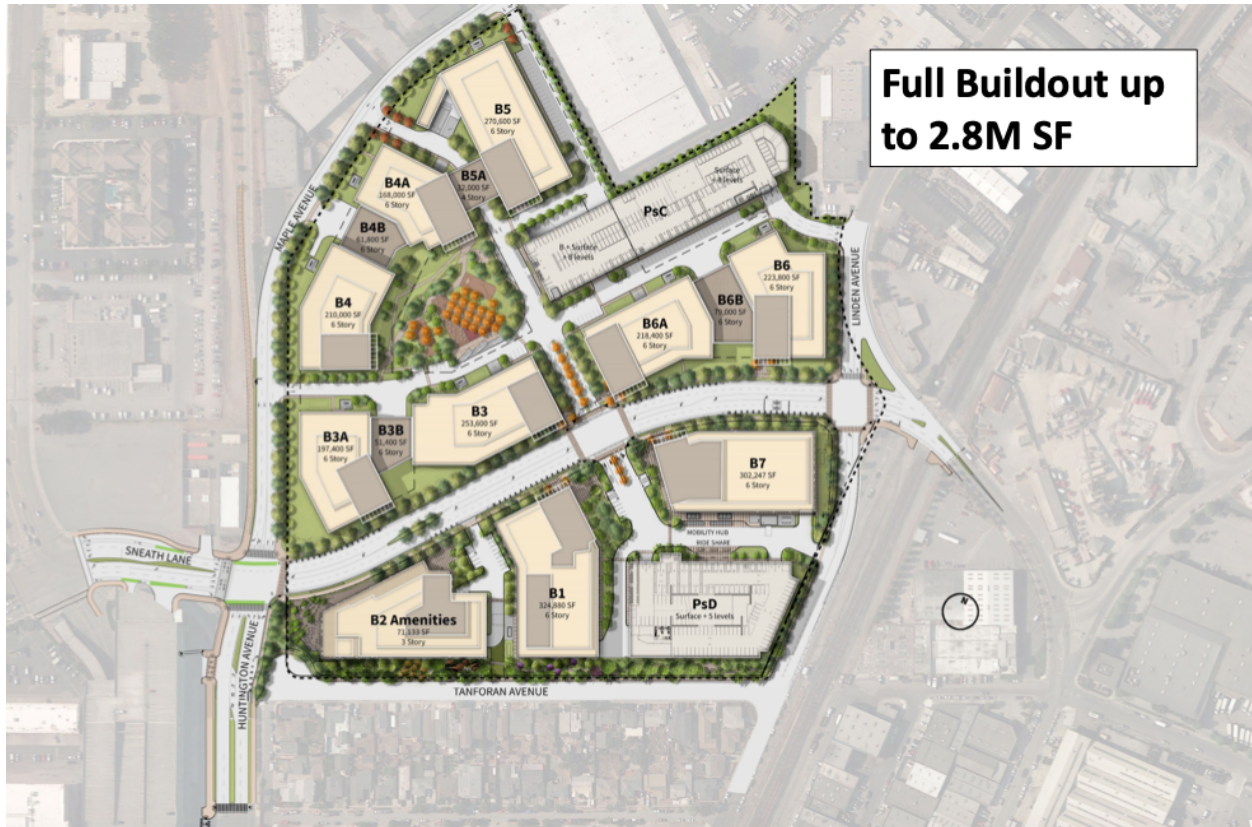
-oOo-

I, Vicky Hasha, Deputy City Clerk, do hereby certify that the foregoing Resolution was duly and regularly passed and adopted by the City Council of the City of San Bruno this 14<sup>th</sup> day of June 2022 by the following vote:

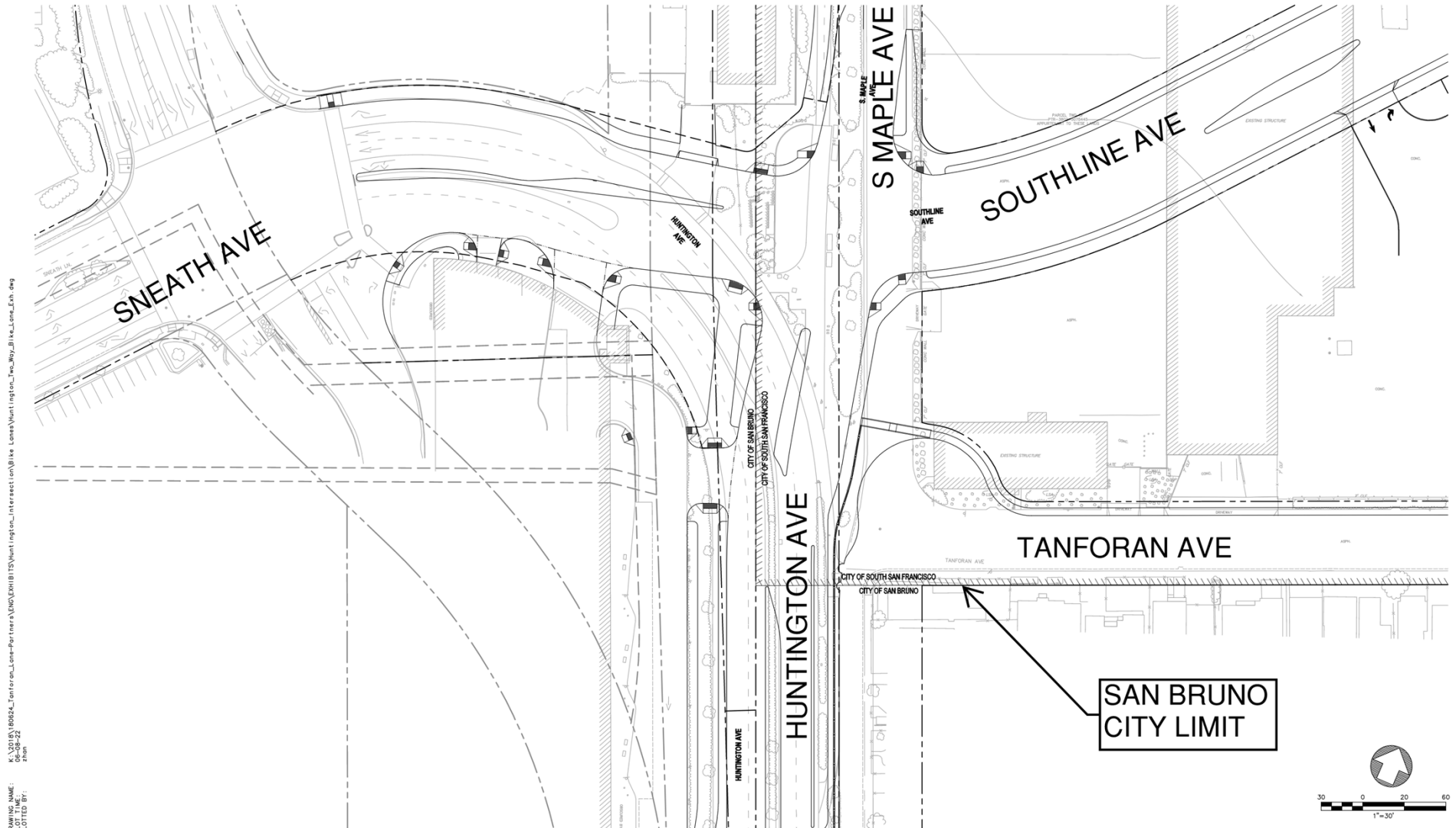
AYES:	Councilmembers:	_____
NOES:	Councilmembers:	_____
ABSENT:	Councilmembers:	_____

\_\_\_\_\_  
Vicky Hasha  
Deputy City Clerk

# ATTACHMENT B SOUTHLINE SITE PLAN



# ATTACHMENT C NEW HUNTINGTON INTERSECTION PLAN



4670 WILLOW ROAD  
 SUITE 250  
 PLEASANTON, CA 94588  
 (925) 396-7700  
 www.bkf.com

SOUTHLINE  
 HUNTINGTON INTERSECTION EXHIBIT

06/08/2022



ATTACHMENT D  
INTERSECTION LOS MAPS

# LOS of Intersections (Existing Conditions)



LOS	Average Control Delay (seconds/vehicle)
A	≤ 10
B	10 - 20
C	20 - 35
D	35 - 55
E	55 - 80
F	> 80.0

- **Level of Service (LOS)** is a qualitative measure of traffic flow at an intersection
- **LOS** is measured by letter designation A through F
- **LOS D** is an acceptable level of service where F is considered unacceptable

# LOS of Intersections (Growth – 2040)

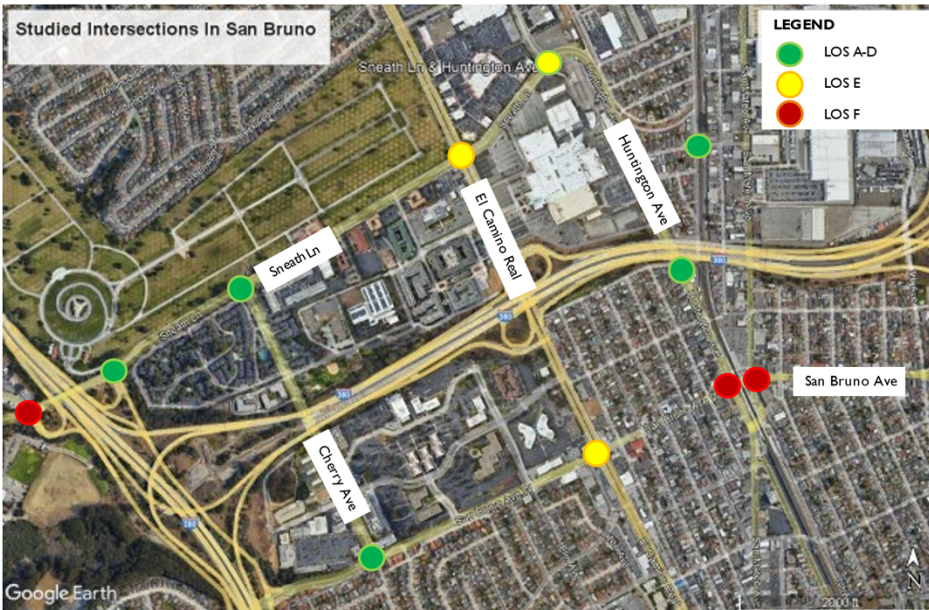


LOS	Average Control Delay (seconds/vehicle)
A	≤ 10
B	10 - 20
C	20 - 35
D	35 - 55
E	55 - 80
F	> 80.0

- **LOS at marked intersections deteriorate due to growth in the area**



# LOS of Intersections (with Growth and Project -2040)



LOS	Average Control Delay (seconds/vehicle)
A	≤ 10
B	10 - 20
C	20 - 35
D	35 - 55
E	55 - 80
F	> 80.0

- **LOS at marked intersections deteriorate due to growth in the area**
- **Project contributes 3% to 10%**

## LOS of Intersections (After Project Improvements)



LOS	Average Control Delay (seconds/vehicle)
A	≤ 10
B	10 - 20
C	20 - 35
D	35 - 55
E	55 - 80
F	> 80.0

- **Project pays for improvements to bring the LOS to Acceptable LOS D or E**

**ATTACHMENT E**  
**MAY 24, 2022 STUDY SESSION QUESTIONS AND ANSWERS**

During the May 24, 2022 Study Session, the City Council had a number of questions about the Southline development project within the City of South San Francisco and the Transportation and Improvement/Municipal Services Agreement being recommended for approval between the City of San Bruno and the developer of Southline, Lane Partners. The following are responses to the Council questions.

**1. Traffic generation:**

- a) How many vehicles are projected to enter/exit from the site?**
- b) Do the 2040 traffic projections include YouTube and other approved San Bruno projects?**
- c) Is the pavement section going to be redesigned for the new vehicular load?**

**Response a):** The Project's transportation and circulation impacts were evaluated under the Southline Environmental Impact Report ("EIR") (State Clearinghouse #2020050452) prepared by South San Francisco, which includes a Transportation Impact Analysis prepared by Fehr & Peers that studied Project vehicle trip generation. As described under the Transportation Impact Analysis, the project [Reduced Underground Parking Alternative] would generate up to approximately 3,500 net new daily vehicle trips at Phase 1 and up to approximately 16,400 net new trips at project buildout. These trips would occur over the course of the day, with approximately half arriving at the project site and approximately half exiting the project site.

For reference purposes, the Transportation Impact Analysis for the Bayhill Specific Plan project, which was prepared by the same consultant firm as the Transportation Impact Analysis for Southline, estimated that YouTube's Phase I development would generate up to approximately 4,000 daily trips, and buildout of the most impactful Maximum Office Scenario (approximately 2.5 million square feet) would generate up to approximately 41,500 daily vehicle trips, both without factoring in applicable Transportation Demand Management measures.

**Response b):** Yes, the Southline EIR cumulative transportation analysis included land use growth covered in Plan Bay Area 2040, and included the Bayhill Specific Plan project. Given the scale of the Bayhill Specific Plan project, and the potential for both projects to share certain overlapping local and regional transportation infrastructure, the Bayhill Specific Plan project was added to the traffic model used in the cumulative transportation analysis. Additionally, the cumulative analysis of mobile air emissions in the Southline EIR's Air Quality and of traffic-generated Noise chapters both incorporate cumulative traffic volumes.

**Response c)** Yes, the reconfigured intersection will be designed to achieve or exceed industry-standard engineering criteria to accommodate the anticipated vehicle load. South San Francisco's Conditions of Approval for the project requires that new roadways will be designed for a Traffic Index of 9.5, based on anticipated car, bus, and truck traffic, per the Transportation Impact Analysis and Caltrans highway design guidelines. This pavement section will be constructed as 6" of asphalt over 22" of aggregate base. This is a robust roadway section, typically reserved for major arterial roads in California.



## 2. Parking:

- a) **Will there be enough without spillover to San Bruno streets?**
- b) **Can San Bruno residents have rights to use the parking structure?**

**Response a):** The Southline campus will include adequate parking to accommodate future campus tenants and visitors. The Southline Specific Plan does not authorize parking on San Bruno streets. The Project is a transit-oriented development and will be required to implement a robust Transportation Demand Management Program, as described below, to reduce the number of employees and visitors driving to the project site and encourage usage of alternative transportation modes, based on the Project's unique location adjacent to the San Bruno BART station and SamTrans Transit Center. Project parking will be provided onsite at a maximum ratio of 1.65 striped spaces per 1,000 square feet of commercial uses, with an option to incorporate valet parking program(s) up to 2.0 spaces per 1,000 square feet of commercial use, subject to City of South San Francisco review and approval. Additional parking within the Southline amenities building will be provided for Specific Plan area visitors and Amenities Building customers, staff, and affiliates. The Phase 1 project component will include approximately 1,095 vehicle parking spaces, in addition to 218 bicycle parking spaces.

**Response b):** The Southline parking structures will be available to project tenants, visitors and affiliates, and not available to the public. The City of South San Francisco zoning code does not allow for privately owned/operated parking facilities offered for public use in this area, and South San Francisco is proposing to carry through this restriction in the Southline Specific Plan. These regulations are similar to those adopted for the San Bruno Bayhill Specific Plan area, which does not permit commercial parking structures or lots available to the public. (See San Bruno Municipal Code, Chapter 12.290, Table 12.290-1: Permitted Land Uses – Bayhill Zoning Districts).

## 3. Construction Impacts:

- a) **What are the EIR mitigation measures that will be implemented to mitigate construction impacts (noise, vector control, dust, truck traffic, construction employee parking, etc.)?**
- b) **What mechanism will be established for San Bruno staff to communicate San Bruno construction complaints to South San Francisco staff and receive updates on South San Francisco staff's follow through?**

**Response a):** The project's construction impacts were evaluated throughout the Southline EIR prepared by South San Francisco. To the greatest extent feasible, construction related impacts will be reduced or avoided through implementation of the Mitigation Monitoring and Reporting Program (MMRP) prepared in connection with the EIR, in addition to compliance with other Phase 1 project Conditions of Approval. An overview of the applicable construction-related mitigation measures and Phase 1 project Conditions of Approval is provided below. Please refer to the Southline EIR, MMRP and Conditions of Approval for a complete list, and additional information regarding Mitigation Measures applicable to development of future phases.

#### Security and Noticing:

- Condition of Approval #9: Project is responsible for maintaining site security prior to, and throughout the construction process. This includes installation of appropriate fencing, lighting, remote monitors, or on-site security personnel as needed.
- Condition of Approval #10: Project is responsible for providing site signage during construction, which contains contact information for questions regarding the construction.

#### Construction Worker Parking:

- Condition of Approval #11: During construction, the Project must provide parking on-site, or shall arrange for off-site parking, for construction workers. It is anticipated that all construction parking will be provided onsite.

#### Noise and Dust:

- Condition of Approval #12: Construction activities must be conducted to reduce to a minimum any noise vibration or dust.
- Mitigation Measure AQ-1: Require Fugitive Dust Best Management Practices - All applicants proposing development of projects within the project site, including the Phase 1 applicant, shall require their contractors, as a condition of contract, to reduce construction-related fugitive dust by implementing BAAQMD's basic control measures at all construction and staging areas.
- Mitigation Measure NOI-1a: Applicant must develop a Construction Noise Control Plan, which includes a range of measures to reduce noise from construction activity and comply with municipal daytime and nighttime noise standards. Measures include identifying an on-site construction liaison, with information on name and telephone number through on-site signage and notices mailed/delivered to surrounding land uses. If construction noise is found to be intrusive to the community (i.e., if complaints are received), the construction liaison shall take reasonable efforts to investigate the source of the noise and require that reasonable measures be implemented to correct the problem.
- Mitigation Measure NOI-1b: Applicant must construct a temporary noise barrier along Tanforan Avenue in advance of project construction in order to reduce noise impacts outside of the Project boundary and along Tanforan Avenue.

#### Rodent/Vector Control:

- The applicant and project general contractor intend to implement a rodent and vector control program as part of its abatement and demolition activities, as well as through project construction. This program includes an evaluation of the project site and placement of devices and measures to control rodents on the project site and the surrounding areas.

Lane Partners and the project general contractor will hold a pre-construction meeting with adjacent San Bruno properties owners and members of the public prior to commencement of construction activity. Information regarding the time and location for this meeting will be provided separately.

**Response b):** As described above, the project applicant is required to provide site signage during construction, which must provide contact information for questions regarding the construction, and also must maintain a construction liaison who is responsible for responding to construction noise complaints. Complaints that are received by San Bruno staff will be forwarded to South San Francisco staff and San Bruno staff will make an initial response to the resident that the complaint has been forwarded to South San Francisco for action.

#### 4. What is the anticipated project/construction schedule?

**Response:** The Phase 1 schedule is planned as follows:

- Abatement/Demo Start: July 2022
- Phase 1 Foundation Work: October 2022
- Phase 1 Steel Erection: Q2 2023
- Phase 1 Completion: Q3 2024

Future phases of the project will be built out over time driven by market conditions.

#### 5. What streets will be repaved around the site?

**Response:** The conditions of approval will require the following require the Applicant to reconstruct the following streets (curb to curb) to a Traffic Index of 9.5:

- a. Dollar Avenue from Tanforan Avenue to Southline Avenue
- b. South Linden Avenue along the Lot 5 property frontage
- c. South Linden Avenue from the at-grade railroad crossing to Dollar Avenue.
- d. Huntington Avenue from Tanforan Avenue to Sneath Avenue along the realigned Huntington Avenue right-of-way.
- e. South Maple Avenue approximately 125 feet north of Southline Avenue

In addition, the Applicant shall perform base repairs, and perform a 2-inch grind and AC overlay of the following streets (curb to curb):

- a. Tanforan Avenue from Huntington Avenue to Dollar Avenue.
- b. Huntington Avenue from the southern driveway of the BART parking lot to Tanforan Avenue.
- c. South Linden Avenue from the at-grade crossing to the eastern limits of the new concrete median island

#### 6. How can San Bruno residents access the public amenities?

**Response:** San Bruno residents can access the public amenities by walking, biking, or driving to the campus. The public amenities consist of the following:

- 1-acre Tanforan Avenue parklet
- Outdoor plaza adjacent to the campus amenity building
- Restaurant, coffee shop, bike repair station

- Southline Commons, a large open space contemplated for the future phases

**7. Who will oversee the proposed construction work? Who is doing the inspections?**

**Response:** The project is within South San Francisco. All building and on-site construction will be inspected by South San Francisco staff. South San Francisco staff will also be responsible for inspecting the intersection construction, and San Bruno staff or consultants retained by San Bruno will assist for that portion of the intersection within San Bruno. A cost recovery agreement with the Developer will cover the City's expenses for any inspection or construction testing services within the City of San Bruno.

**8. How will the current cost estimate account for future construction of traffic improvements and associated inflation?**

**Response:** The \$10.6 million developer payment to the City of San Bruno includes a \$480,000 contingency for this purpose.

**9. What will be the agreement between the two cities for new intersection and signal maintenance?**

**Response:** A maintenance agreement between the two cities will be negotiated after the City Councils of both cities approve the project. It is not appropriate at this point to allocate staff time to these discussions until the project is approved. The agreement will include items such as mutual cooperation for determining signal timing and coordination with nearby San Bruno signals, maintenance and operation cost responsibility of future traffic signals, and pavement and striping maintenance.

**10. Can San Bruno CityNet be used as the provider for cable or internet service for the project?**

**Response:** Staff is evaluating the feasibility of use of San Bruno CityNet fiber optic services outside of the City boundary. Procedural and legal/regulatory requirements will need to be discussed between San Bruno and South San Francisco prior to determination of feasibility.

**11. How will the funds for San Bruno Police Department Traffic Control Measures be used?**

**Response:** The initial request from the Police Department is for funding for a traffic control officer as needed. The exact personnel commitment required cannot be determined until the project is built, occupied, and generating traffic. At that point the Police Department will have recommendations for police traffic control measures to supplement intersection signals if needed. In the meantime, the City will have funds from the \$10.6 million developer payment to offset these potential costs.

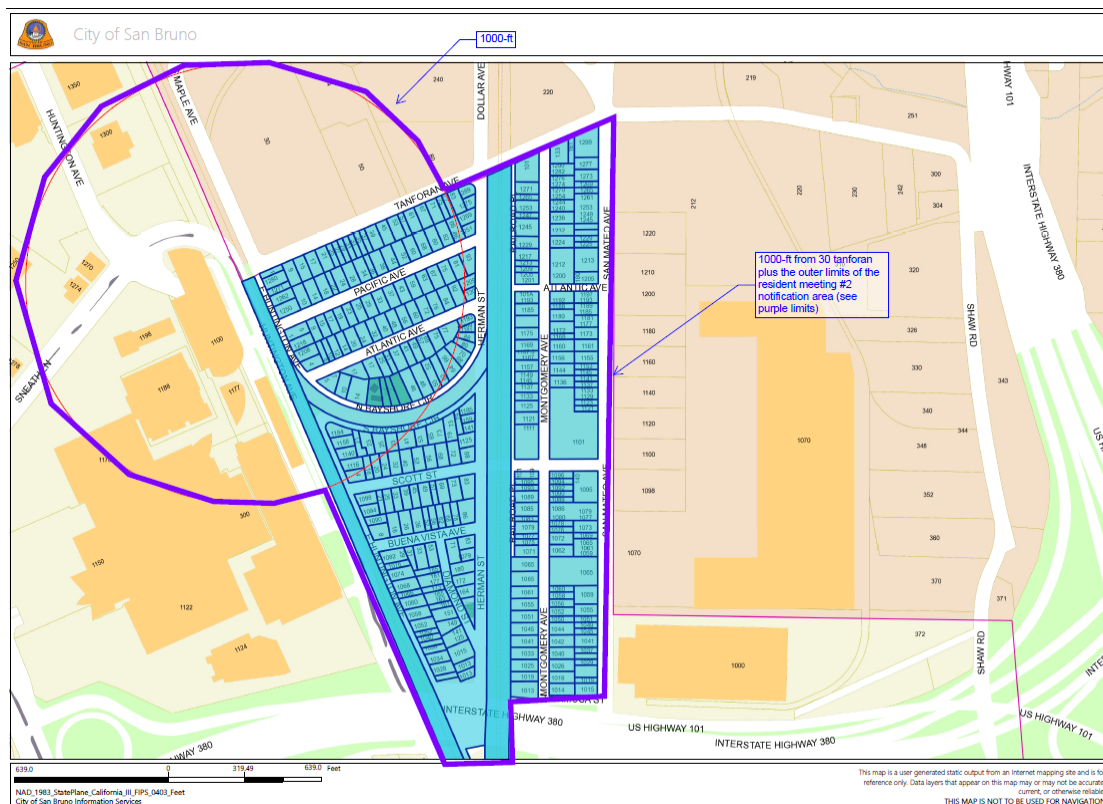
**12. Is the project going to the Traffic, Safety and Parking Committee (TSPC) for review?**

**Response:** The intersection and cycle track improvements will be reviewed by the TSPC following the City Council June meeting. This will be for information only as the TSPC does not have authority over a development project in SSF, and the San Bruno intersection impacts and mitigations have been developed jointly between the two cities using three traffic engineering consultants to develop proposed traffic mitigations. When the intersection modifications are designed in detail, there will be a further opportunity for TSPC input prior to the Developer constructing.

### 13. Public notice:

- a) What notice will be given to residents for the June Council meeting and how large of an area?
- b) Will the notice be multilingual?
- c) What other forms of notification are used besides a mailer?

**Response a):** The June 14 City Council Special Meeting notice was mailed to a total of 363 businesses and residences that are either located within a 1000-ft radius from the intersection plus the outer limits of the resident meeting #2 notification area, which included all of the properties located between Tanforan Ave. on the north, San Mateo Ave. on the east, Highway 380 to the south, and Huntington Ave. on the west. (See mailing notice exhibit below for notification boundary.)



June 14<sup>th</sup> City Council Special Meeting Mailer Notice Radius Map

**Response b):** There were multiple outreach efforts during the public outreach meetings in English and Spanish, and the back of the June 14<sup>th</sup> Special City Council meeting includes information in English, Spanish, Chinese, Japanese, Tagalog, Hindi, Arabic, and Russian in effort to reach as many people as possible.

**Response c):** In addition to the mailed notices, the Developer walked door-to-door to all the residences on Tanforan Avenue, Atlantic Avenue, Pacific Avenue, and Bayshore Circle and Herman Street and Huntington Avenue East north of Bayshore Circle to hand out mailers for the June 14 meeting.

In addition to the mailer, the applicant has been using the Southline coUrbanize webpage as a forum to provide updates and receive feedback. Information about the project has also been posted on both the San Bruno and South San Francisco Development Activity webpages, the City has posted information about the Southline Development Community Meeting on the City's social media outlets (Instagram, Facebook, Twitter, Nextdoor), and finally, the Development team has targeted outreach to both San Bruno residents and South San Francisco industrial tenants.

**14. How will Transportation Demand Management (TDM) goals be enforced and what happens if TDM metrics are not met?**

**Response:**

**Overview:** The project is subject to the South San Francisco Transportation Demand Management (TDM) Ordinance, as set forth under SSF Municipal Code Chapter 20.400. The project will be required to achieve a 45% alternative mode usage, meaning that no more than 55% of trips to the project site may be single-occupancy vehicle trips. Lane Partners has prepared and submitted a Preliminary TDM Plan to the City of South San Francisco for approval that includes a variety of services, incentives, and facilities to achieve the 45% alternative mode usage requirements. This is the highest trip reduction requirement South San Francisco has imposed on any development project.

**Compliance and Enforcement:** The efficacy of Southline's Final TDM Plan(s) will be monitored based on the requirements in the South San Francisco TDM Ordinance, and additional TDM measures will be imposed in the event that the 45% mode shift goal is not achieved.

- **Annual Surveys:** The project must comply with on-going monitoring, including annual surveys, which will be managed by project specific TDM Coordinator(s). The initial annual survey will be submitted one year after a certificate of occupancy is granted. If the applicable portion of the project has not achieved the minimum 45% alternative mode usage, the developer must provide an explanation of why the goal has not been reached, and a description of additional measures that will be adopted in the coming year to attain the TDM goal.
- **Triennial Surveys:** After the initial survey, the TDM Coordinator(s) will work with South San Francisco's Planning Division to document the effectiveness of the TDM program by measuring and reporting on the commute mode distribution at Southline every three years.

- **Lease Provisions:** Leases for all tenants within the Southline Campus will include provisions regarding mandatory TDM measures, appointment of a TDM Coordinator(s), and a requirement for ongoing communications and cooperation between property managers and the TDM Coordinator(s). Leases will also identify the City of South San Francisco's potential penalties for noncompliance based on failure to submit reports or to achieve the 45% alternative mode use. Tenants are obligated to ensure these requirements are met and to communicate proactively with property managers and the TDM Coordinator(s).

**Penalties for Non-Compliance:** After the initial triennial report, if the subsequent triennial report indicates that the required alternative mode use is still not being achieved, or if an applicant fails to submit a triennial report at the times described above, the City of South San Francisco may assess a monetary penalty against the applicant. The penalty shall be established by South San Francisco City Council resolution on the basis of project size and actual percentage alternative mode use as compared to the percent alternative mode use established in the trip reduction plan. Any penalties that are assessed will be used to fund implementation of additional trip reduction measures.

#### **15. What is the landscaping plan for Huntington Avenue?**

**Response:** The conceptual plan for landscaping was presented to the City Council at the Study Session and includes the area adjacent to BART as well as the new Cycle Track. Detailed landscape plans will be developed as part of the construction drawings for both the new intersection and the Cycle Track projects.

#### **16. Can the streets be renamed to extend Sneath Lane to the west leg of the new intersection?**

**Response:** Staff will confer with our surveyor and other stakeholders about best practices for street naming for the street alignment.

### **Conclusion**

Many of the questions answered in this memorandum involve project design issues that are not within the jurisdiction of the City of San Bruno. The information above is provided to respond to San Bruno City Council questions, but San Bruno City Council approval authority will be limited to the Transportation/Municipal Services Agreement, which sets forth the developer payment to mitigate intersection impacts and provide funding for other transportation improvements such as the Cycle Track.



**ATTACHMENT F**  
**LIST OF PUBLIC OUTREACH / COMMUNITY ENGAGEMENT EVENTS**

- ❖ May 6, 2020 Community Meetings (Virtual)
- ❖ June 11, 2020 South San Francisco CEQA Scoping Meeting (Virtual)
- ❖ November 4, 2021 South San Francisco Planning Commission Meeting & DEIR Public Comment Meeting (Virtual)
- ❖ April 20, 2022 Community Meeting (In-Person)
- ❖ May 3, 2022 Community Meeting (Virtual)
- ❖ May 24, 2022 San Bruno City Council Study Session (Virtual)
- ❖ June 2, 2022 South San Francisco Planning Commission Meeting (Virtual)
- ❖ June 14, 2022 San Bruno City Council Meeting (Virtual)
- ❖ June 22, 2022 Pre-Construction Meeting (In-Person)
- ❖ July 2022 South San Francisco City Council Meeting (Hybrid)